

130065-SU

WEST LAKELAND WASTEWATER, LLC
P.O. BOX 1798
EATON PARK, FL.33840

3/11/2013

Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL. 32399

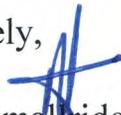
RECEIVED-FPSC
13 MAR 19 AM 8:59
COMMISSION
CLERK

RE: Application for transfer fro West Lakeland Wastewater, LLC

Dear Commission Clerk:

Please let this letter serves as a request to open a docket for the transfer of Certificate # 515-S from West Lakeland Wastewater, INC (Mike Smallridge as Receiver) to West Lakeland Wastewater LLC (Mike Smallridge as Owner of the LLC) in Polk County.

Enclosed please find the application and attached exhibits.

Sincerely,

Mike Smallridge

COM _____
AFD _____
APA _____
ECO _____
ENG _____
GCL _____
IDM _____
TEL _____
CLK NG

DOCUMENT NUMBER-DATE

01362 MAR 19 02

FPSC-COMMISSION CLERK

APPLICATION FOR SALE, ASSIGNMENT OR TRANSFER
OF CERTIFICATE OR FACILITIES

(Pursuant to Section 367.071, Florida Statutes)

TO: Office of Commission Clerk
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850

The undersigned hereby makes application for the sale,
assignment or transfer of (all or part) of Water Certificate No.

N/A and/or Wastewater Certificate No. 515-S or facilities in
Polk County, Florida, and submits

the following information:

PART I APPLICANT INFORMATION

A) The full name (as it appears on the certificate), address
and telephone number of the applicant:

West Lakeland Wastewater, Inc.
Name of utility

(863) 904-5574 (863) 229-5991
Phone No. Fax No.

1902 Barton Park Rd Suite 201
Office street address

Auburndale FL ~~33840~~ 33823
City State Zip Code

P.O. Box 1798 Eaton Park, FL. 33840.
Mailing address if different from street address

Internet address if applicable

B) The name, address and telephone number of the person to contact concerning this application:

Mike Smallridge 352 302-7406

Name Phone No.

P.O. Box 1798

Street address

Eaton Park, FL 33840

City State Zip Code

C) The full name (as it will appear on the certificate), address and telephone number of the buyer:

West Lakeland Wastewater, LLC

Name of utility

(863) 904-5574

(863) 229-5991

Phone No.

Fax No.

1902 Barton Park Rd. Suite 201

Office street address

Auburndale FL 33823

City State Zip Code

P.O. Box 1798 Eaton Park, FL 33840

Mailing address if different from street address

Internet address if applicable

D) Indicate the organizational character of the buyer: (circle one)

Corporation

Partnership

Sole Proprietorship

Other: _____

(specify)

E) The date and state of incorporation or organization of the buyer:

September 30, 2010 in the
State of Florida

F) If the buyer is a corporation, list the names, titles, and addresses of corporate officers and directors. (Use additional sheet if necessary).

Michael Smallridge
9539 E. Southgate Dr.
Inverness, FL 34450.

G) If the buyer is not a corporation, list the names, titles, and addresses of all persons owning an interest in the organization. (Use additional sheet if necessary.)

N/A.

PART II FINANCIAL AND TECHNICAL INFORMATION

A) Exhibit 1 - A statement indicating how the transfer is in the public interest, including a summary of the buyer's experience in water and/or wastewater utility operations, a showing of the buyer's financial ability to provide service and a statement that the buyer will fulfill the commitments, obligations and representations of the seller with regard to utility matters.

- B) List the names and locations of other water and/or wastewater utilities owned by the buyer and PSC certificate numbers, if any.

Pinecrest utilities, LLC

- C) Exhibit 2 - A copy of the contract for sale and all auxiliary or supplemental agreements, which shall include, if applicable:

- (1) Purchase price and terms of payment.
- (2) A list of and the dollar amount of the assets purchased and liabilities assumed or not assumed, including those of nonregulated operations or entities.
- (3) A description of all consideration between the parties, for example, promised salaries, retainer fees, stock, stock options, assumption of obligations.

The contract for sale shall also provide for the disposition, where applicable, of the following:

- (a) Customer deposits and interest thereon;
- (b) Any guaranteed revenue contracts;
- (c) Developer agreements;
- (d) Customer advances;
- (e) Debt of the utility; and
- (f) Leases.

- D) Exhibit 3 - A statement regarding the disposition of any outstanding regulatory assessment fees, fines or refunds owed.

- E) Exhibit 4 - A statement describing the financing the purchase.

- F) Exhibit n/A. - A list of all entities upon which the applicant is relying to provide funding to the buyer, and an explanation of the manner and amount of such funding, which shall include their financial statements and copies of any financial agreements with the utility. This requirement shall not apply to any person or entity holding less than 10 percent ownership interest in the utility.

G) Exhibit 5 - The proposed net book value of the system as of the date of the proposed transfer. If rate base (or net book value) has been established previously by this Commission, state the Order No. and date issued. _____ Identify all adjustments made to update this rate base (or net book value) to the date of the proposed transfer.

H) Exhibit N/A - A statement setting forth the reasons for the inclusion of an acquisition adjustment, if one is requested. (An acquisition adjustment results when the purchase price of the utility differs from the original cost calculation.)

I) The full name, address and telephone number of the person who has possession of the books and records of the seller:

Mike Smallridge (863) 904-5574
Name Phone No.

1902 Barton Park Rd Suite 201
Street address

Auburndale FL 33823
City State Zip Code

J) Exhibit N/A - If the books and records of the seller are not available for inspection by the Commission or are not adequate for purposes of establishing the net book value of the system, a statement by the buyer that a good faith, extensive effort has been made to obtain such books and records for inspection by the Commission and detailing the steps taken to obtain the books and records.

K) Exhibit 6 - A statement from the buyer that is has obtained or will obtain copies of all of the federal income tax returns of the seller from the date the utility was first established, or rate base was last established by the Commission or, if the tax returns have not been obtained, a statement from the buyer detailing the steps taken to obtain the returns.

L) Exhibit 7 - A statement from the buyer that after reasonable investigation, the system being acquired appears to be in satisfactory condition and in compliance with all applicable standards set by the Department of Environmental

Protection (DEP)

If the system is in need of repair or improvement, has any outstanding Notice of Violation of any standard set by the DEP or any outstanding consent orders with the DEP, the buyer shall provide a list of the improvements and repairs needed and the approximate cost to make them, a list of the action taken by the utility with regard to the violation, a copy of the Notice of Violation(s), a copy of the consent order and a list of the improvements and repairs consented to and the approximate cost to make them.

PART III NOTICE OF ACTUAL APPLICATION

- A) Exhibit 8 - An affidavit that the notice of actual application was given in accordance with Section 367.045(1)(a), Florida Statutes, and Rule 25-30.030, Florida Administrative Code, by regular mail to the following:
- (1) the governing body of the municipality, county, or counties in which the system or the territory proposed to be served is located;
 - (2) the privately owned water and wastewater utilities that hold a certificate granted by the Public Service Commission and that are located within the county in which the utility or the territory proposed to be served is located;
 - (3) if any portion of the proposed territory is within one mile of a county boundary, the utility shall notice the privately owned utilities located in the bordering counties and holding a certificate granted by the Commission;
 - (4) the regional planning council;
 - (5) the Office of Public Counsel;
 - (6) the Public Service Commission's Office of Commission Clerk;
 - (7) the appropriate regional office of the Department of Environmental Protection; and
 - (8) the appropriate water management district.

Copies of the Notice and a list of entities noticed shall accompany the affidavit. THIS MAY BE A LATE-FILED EXHIBIT.

B) Exhibit 9 - An affidavit that the notice of actual application was given in accordance with Rule 25-30.030, Florida Administrative Code, by regular mail or personal delivery to each customer of the system being transferred. A copy of the Notice shall accompany the affidavit. THIS MAY BE A LATE-FILED EXHIBIT.

C) Exhibit 10 - Immediately upon completion of publication, an affidavit that the notice of actual application was published once in a newspaper of general circulation in the territory in accordance with Rule 25-30.030, Florida Administrative Code. A copy of the proof of publication shall accompany the affidavit. THIS MAY BE A LATE-FILED EXHIBIT.

PART IV FILING FEE

Indicate the filing fee enclosed with the application:

N/A (for water) and _____ (for wastewater).

Note: Pursuant to Rule 25-30.020, Florida Administrative Code, the amount of the filing fee as follows:

- (1) For applications in which the utility to be transferred has the capacity to serve up to 500 ERC's, the filing fee shall be **\$750.**
- (2) For applications in which the utility to be transferred has the capacity to serve from 501 to 2,000 ERC's the filing fee shall be **\$1,500.**
- (3) For applications in which the utility to be transferred has the capacity to serve from 2,001 ERC's to 4,000 ERC's the filing fee shall be **\$2,250.**
- (4) For applications in which the utility to be transferred has the capacity to serve more than 4,000 ERC's the filing fee shall be **\$3,000.**

PART V OTHER

- A) Exhibit 11 - Evidence that the utility owns the land where the utility treatment facilities are located. Or, where the utility does not own the land, a copy of the agreement which provides for the long term, continuous use of the land, such as a 99-year lease. The Commission may consider a written easement or other cost-effective alternative.
- B) Exhibit 12 - The original and two copies of sample tariff sheets reflecting the new name of the utility, the existing rates and charges and territorial description of the water and/or wastewater systems. **Sample tariff(s) are attached.**
- C) Exhibit 13 - The utility's current certificate(s) or, if not available, an explanation of the steps the applicant took to obtain the certificate(s).

PART VI AFFIDAVIT

I Michael A. Smallridge (applicant) do solemnly swear or affirm that the facts stated in the forgoing application and all exhibits attached thereto are true and correct and that said statements of fact thereto constitutes a complete statement of the matter to which it relates.

BY: 
Applicant's Signature

Michael A. Smallridge
Applicant's Name (Typed)

owner
Applicant's Title *

Subscribed and sworn to before me this _____ day in the month of _____ in the year of _____ by _____

who is personally known to me _____ or produced identification

Type of Identification Produced

Notary Public's Signature

Print, Type or Stamp Commissioned
Name of Notary Public

* If applicant is a corporation, the affidavit must be made by the president or other officer authorized by the by-laws of the corporation to act for it. If applicant is a partnership or association, a member of the organization authorized to make such affidavit shall execute same.

EXHIBIT 2

IN THE CIRCUIT COURT OF THE TENTH JUDICIAL CIRCUIT
IN AND FOR POLK COUNTY, FLORIDA

POLK COUNTY, a political
subdivision of the State of Florida,
Petitioner,

v.

Case No. 53-2009-CA-005284

Section: 11

WEST LAKE LAND WASTEWATER,
INC., SAM AVERETT and
SUZZANE A. BRITT,
Respondents.

ORDER

This cause having come before the Court upon Receiver, Michael Smallridge's Unopposed Motion for Transfer of Facilities and Assets to West Lakeland Wastewater, LLC, and the Court being otherwise advised in the matter, it is hereby ordered:

1. The assets, facilities and property abandoned by West Lakeland Wastewater, Inc., and described in Exhibit "A" attached hereto are hereby transferred to West Lakeland Wastewater, LLC.

2. This transfer is subject to approval by the Public Service Commission (PSC), pursuant to Section 367.071(1).

3. Upon approval by the PSC, Michael Smallridge shall provide notice of said approval to this Court, at which time Michael Smallridge shall be discharged of his duty as receiver and this case shall be closed.

Done and ordered in Bartow, Polk County, Florida, this day of DEC 13, 2011.

/s/ J. MICHAEL HUNTER

J. Michael Hunter, Circuit Judge

Copies furnished to:

Michael Smallridge, Receiver
Polk County Attorney's Office

Exhibit "A"

Real Property - Utility Site, The Village- Lakeland Unit #3 PB 62 PG 14, in fee, and all improvements situated thereon.

Improvements include all pumps (lift stations) and wastewater equipment located on the Utility Site.

Improvements also include a newly acquired 12 x 24 Storage shed purchased by West Lakeland Wastewater, LLC.

**IN THE CIRCUIT COURT
OF THE TENTH JUDICIAL CIRCUIT
IN AND FOR POLK COUNTY, FLORIDA**

POLK COUNTY, a political subdivision)
of the State of Florida,)
)
Petitioner,)
)
v.)
)
WEST LAKELAND WASTEWATER,)
INC., SAM AVERETT and SUZZANE)
A. BRITT,)
)
Respondents.)

Case Number: 53-2009CA-005284
Section: 11

**ORDER ON PETITION FOR APPOINTMENT OF RECEIVER FOR
WEST LAKELAND WASTEWATER, INC.**

THIS MATTER having come before the Court upon the Petition of Polk County and the Court being fully advised of the premises, hereby finds:

Respondents, Sam Averett and Suzzane Britt, own and operate West Lakeland Wastewater, Inc., a residential wastewater system within the jurisdictional boundaries of Polk County, Florida. On March 30, 2009, Respondents formally filed a Notice of Abandonment with the Public Service Commission stating their intention to abandon the plant on or before June 30, 2009. Pursuant to Florida Statute 367.165(2), Polk County subsequently filed its Petition for Appointment of Receiver to take possession of and operate Respondents' Utility.

Based upon the foregoing and further evidence presented concerning the appropriateness of the Receiver, pursuant to Section 367.165(2), Florida Statutes, it hereby

ORDERED AND ADJUDGED as follows:

1. APPOINTMENT OF RECEIVER AND TERM.

Michael Smallridge is hereby appointed to act as Receiver for West Lakeland

Wastewater, Inc. The term of this Receivership shall begin on the date of this Order and shall continue until such time as the Receiver disposes of the Utility as provided for in this Order or is relieved of any further duty by the Court.

2. SURRENDER OF PROPERTY, ASSETS, DOCUMENTS AND FACILITIES

Respondents shall surrender all property, assets, documents and facilities of the Utility to the Receiver at the time of this Order, including but not limited to, all customer account records, contracts, agreements, correspondence, legal pleadings, business records, easements, and any other documents related to the Utility including property, assets and liabilities associated therewith in order that the Receiver may then operate and maintain said Utility. Respondents shall turn over and produce all bank accounts, bank account records, customer deposits, cash and accounts receivable balances to the Receiver.

3. POWERS OF THE RECEIVER

Once the property, assets, documents and facilities outlined above have been turned over to the Receiver, the Receiver shall send written notice of the receipt of the receipt thereof to this Court. Such notice shall indicate his acceptance as Receiver, shall cause the operation of the Utility until such time as provided for in Section 1, and shall continue the lawful operation and maintenance of the wastewater service to customers of the Utility. In order to effectively carry out the duties and responsibilities under this Order, the Receiver shall have the following powers and authority:

- a. to provide and maintain wastewater service within the designated service area, in compliance with all applicable permits, regulations and statutes;
- b. to make extensions, expansions, repairs, replacements and improvements to the Utility as appropriate and necessary;
- c. to collect rates, fees, charges and deposits for all services provided by the Utility in accordance with all applicable state laws;
- d. to apply for an increase in rates charged to customers served by the Utility or to obtain a special assessment which may be necessary to pay for costs incurred by the Receiver in the operation, maintenance and improvement of the Utility and for complying with the terms of this Receivership;
- e. to borrow funds and to pledge and encumber the facilities, assets and revenues of the system for repayment thereof;
- f. to enter into contracts or agreements with any public agency or private entity

providing for or relating to the operation and maintenance of the Utility or the connection of customers to any other public or private utility;

- g. to accept gifts, grants or contributions in kind in connection with the management, operation and maintenance of the system;
- h. to retain and pay the fees, costs and salaries of accounts, architects, engineers, attorneys, employees, or other professional consultants as necessary or desirable in the management, operation or maintenance of the Utility and to ensure compliance with all the provisions of this Order for the rates, fees and charges authorized under Section 3;
- i. to pay from revenues collected from the customers of the Utility, all necessary and reasonable operating expenses contemplated in this Section 3, in a manner designed to continue the efficient, effective and environmentally sound operation of said Utility;
- j. to connect customers of the Utility to any other public or private water system with adequate wastewater capacity; to accept said customers in accordance with and subject to applicable requirements and payment of fees to said public or private system;
- k. upon completion thereto, the Receiver, with written approval from this Court, may discontinue the operation of the system and dispose of all land, facilities, assets and revenues to satisfy all outstanding obligations of the system. The Receiver shall give due notice to the owner and all creditors of the system of his receivership prior to any disposal of the facilities;
- l. to sue or be sued, to implead or be impleaded, to complain and defend in any court and to seek all legal or equitable relief in accordance with applicable state law;
- m. to apply for and obtain any applicable federal, state and local governmental permits, certificates, licenses, or other approvals in order to operate and maintain the Utility;
- n. to perform generally an other lawful acts necessary or desirable to carry out the express powers and authority granted and imposed herein.

4. RECEIVER'S OBLIGATION TO OPERATE UTILITY

The Receiver is hereby directed to operate the Utility until said Utility is disposed of pursuant to the provisions in this Order. The Utility shall be operated by the Receiver in such a manner so as to provide efficient, effective and

environmentally sound continuous service to the customers of the Utility during the term of the Receivership, and as can be provided from the revenues of the system.

5. SEPARATION OF FUNDS

Michael Smallridge, as Receiver, is hereby directed by this Court to maintain separate accounts and records for the management of the Utility. Additionally, this Court hereby directs that the revenues from the Utility are not to be considered as the revenues of the Receiver, nor are the revenues from any of Receiver's departments, divisions, businesses, or employment considered to be revenues of the Utility.

6. RECEIVER'S IMMUNITY FROM LIABILITY AND VIOLATIONS

As consideration for the Receiver assuming the responsibility for the continued operation and maintenance of the Utility, the Receiver and his agents and employees are hereby declared to be held harmless and not legally responsible for any and all claims, liability, demands, damages, expenses, fees, fines, penalties, suits, proceedings, actions and fees, including attorneys' fees, that have risen or may arise out of the past design, construction, operation and maintenance of the system. This immunity shall include but not be limited to: immunity from injury to persons, damage to property or property rights, or violation of any governmental law, rule, regulation or requirement that may arise from the design, construction, operation, or maintenance of the system to the date of the appointment of the Receiver.

7. LIABILITY OF RESPONDENTS

Respondents, Sam Averett and Suzzane Britt, shall remain liable under all applicable laws for any claims, violations, penalties, suits, proceedings, actions or fees occurring prior to the appointment of the Receiver.

8. RECEIVER'S ACCOUNTING TO THE COURT

The Receiver shall submit to the Court, through Polk County prior review and analysis, quarterly financial and operational reports for West Lakeland Wastewater, Inc. for the duration of his Receivership.

9. CONTINUED JURISDICTION

This Court shall retain jurisdiction in this cause to enter such further orders or take any action as it deems appropriate. Nothing in this Order is intended to determine what entity may be ultimately and/or permanently responsible for the

operation and maintenance of the Utility in the event of a sale to any person, firm or entity. On the date of closing of such sale, this Order shall terminate and expire and this matter shall be closed. The Receiver shall file a notification of such sale with this Court, no later than ten (10) business days following the date of the sale.

DONE AND ORDERED in Bartow, Polk County, Florida, this 22nd day of June, 2009.

/s/Roger A. Alcott

ROGER A. ALCOTT
CIRCUIT JUDGE

cc: Michael Smallridge, Receiver
Sam Averett, Respondent
Suzzane Britt, Respondent
Philip Sherwin, Asst. County Attorney
Bill Beasley, Environmental Services Director
Stephanie Clapp, Public Service Commission
Erik Sayler, Public Service Commission

EXHIBIT 4

There is no financing involved in this transaction.

EXHIBIT 5

Current rate base set forth as part of Docket # 120270-SU audit report.

EXHIBIT 6

Buyer has obtained all federal income tax returns since rate base was last established.

EXHIBIT 7

The sewer plant is in compliance with all DEP and Polk County Health Department requirements.

EXHIBIT 13

Copy of certificate.

FLORIDA PUBLIC SERVICE COMMISSION

Certificate Number
515 - S

Upon consideration of the record it is hereby ORDERED
that authority be and is hereby granted to:

ABCA, INC.

Whose principal address is:

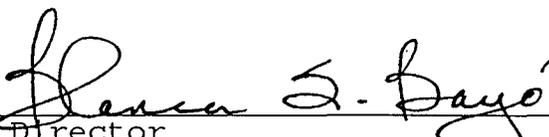
214 North Hogan Street, Sixth Floor
Jacksonville, FL 32202 (Polk County)

to provide wastewater service in accordance with the
provision of Chapter 367, Florida Statutes, the Rules,
Regulations and Orders of this Commission in the
territory described by the Orders of this Commission.

This Certificate shall remain in force and effect until
suspended, cancelled or revoked by Orders of this
Commission.

ORDER	PSC-98-0752-FOF-SU	DOCKET	971531-SU
ORDER		DOCKET	

BY ORDER OF THE
FLORIDA PUBLIC SERVICE COMMISSION



Director
Division of Records and Reporting

